



AMERICAN RAIL BOX CAR COMPANY
300 South Wacker Drive
Chicago, Illinois 60606
(312) 786-1200

January 31, 1979

9-033A020
FEB 02 1979
Fee \$ 10.00
Washington, D. C.

Mr. Robert L. Oswald
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. 9134-B Filed 1425

FEB 2 1979 - 12 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Oswald:

Will you please record as provided in the Interstate Commerce Act 49 U.S.C. 11303(a), the Manufacturing Agreement Supplement No. 2 dated as of January 31, 1978 between Paccar Incorporated and American Rail Box Car Company. Five (5) counterpart originals of the Supplement are enclosed with this letter of transmittal together with a check in the amount of \$10.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and addresses of the parties to the transaction:

Manufacturer:	Paccar Incorporated 1400 North 4th Street Renton, Washington 98055
Company:	American Rail Box Car Company 300 South Wacker Drive Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR Mechanical Designation	Units	Marked*	Numbered
50'6", 70-ton capacity general service boxcar with 10' doors.	XM	18	RBOX	34100 - 34117

*All units will have marked on each side thereof the following legend:

"OWNERSHIP SUBJECT TO A SECURITY AGREEMENT FILED WITH
INTERSTATE COMMERCE COMMISSION."

FEE OPERATION BR.

I.C.C.

FILED WITH

FEB 2 12 07 PM '79

RECEIVED

Mr. Robert L. Oswald
January 31, 1979
Page Two

- 1116.4(e) - Prior recordations relating to this Manufacturing Agreement Supplement No. 2 have been made on December 27, 1977 at 9:30 a.m., recordation number 9134 and on May 31, 1978 at 9:40 a.m., recordation number 9134-A.
- 1116.4(f) - Four (4) counterpart originals of the Manufacturing Agreement Supplement No. 2 being recorded should be returned to the undersigned at the above address.

Sincerely,

A handwritten signature in dark ink, appearing to read "T. D. Marion". The signature is fluid and cursive, with a large initial "T" and a stylized "M".

T. D. Marion
Assistant Treasurer

TDM:ph

Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

2/2/79

OFFICE OF THE SECRETARY

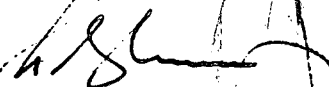
**T.D. Marion
Assistant Treasurer
American Rail Box Car Company
300 South Wacker Drive
Chicago, Illinois 60606**

Dear

**The enclosed document(s) was recorded pursuant to the
provisions of Section 20(c) of the Interstate Commerce Act,
49 U.S.C. 20(c), on at ,
and assigned recordation number(s) 12:15pm**

9134-D

Sincerely Yours,



**H.G. Homme, Jr.,
Secretary**

Enclosure(s)

**SE-30-T
(2/78)**

RECORDATION NO. 9134-B Filed 1425

FEB 2 1979 -12 15 PM

MANUFACTURING AGREEMENT SUPPLEMENT NO 2 INTERSTATE COMMERCE COMMISSION
DATED AS OF Jan. 31 , 1979 , between PACCAR Inc,
(hereinafter called the Manufacturer) and American Rail Box Car Company
(hereinafter called the Company).

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of December 15, 1977, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on December 27 , 1977 , at 9:30 a.m. . , recordation number 9134 , which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex a, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

PACCAR INC,

By [Signature]
Vice President

(CORPORATE SEAL)

ATTEST:

W. M. Carpenter
Secretary

American Rail Box Car Company

By J. J. J. J. J.
Treasurer

(CORPORATE SEAL)

ATTEST:

T. D. Manson
Assistant Secretary

STATE OF WASHINGTON)

) SS:

COUNTY OF KING)

On this 3rd day of January, 1979, before me personally appeared J. J. Tolley, to me personally known, who being by me duly sworn, says that he is Vice President of PACCAR INC, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Susan L. Johnson
Notary Public

(NOTARIAL SEAL)

My Commission expires: July 25, 1982

STATE OF ILLINOIS)

) SS:

COUNTY OF COOK)

On this 31st day of January, 1979, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Treasurer of American Rail Box Car Co. that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Margaret R. Golz
Notary Public

(NOTARIAL SEAL)

My Commission expires:

My Commission Expires July 7, 1982

ANNEX A

PACCAR INC
(Manufacturer)

American Rail Box Car Company
(Company)

ITEM 1:

<u>Type</u>	<u>Quantity</u>	<u>Company Car Numbers (Incl.)</u>	<u>Unit Base Price</u>	<u>Total Base Price</u>	<u>Month of Delivery</u>	<u>Specification (Contract Number)</u>
50'6", 70- ton capacity general ser- vice boxcar with 10' doors	18	34100- 34117	\$34,065.33	\$613,175.94	Feb., 1979	#68-43-060774 B-2078-C

ITEM 2: July 31, 1979

ITEM 3: July 31, 1979

ITEM 4: 1400 North 4th Street, Renton, Washington 98055